

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

NEW ENGLAND CARPENTERS HEALTH  
BENEFITS FUND, PIRELLI ARMSTRONG  
RETIREE MEDICAL BENEFITS TRUST;  
TEAMSTERS HEALTH & WELFARE FUND  
OF PHILADELPHIA AND VICINITY; and  
PHILADELPHIA FEDERATION OF  
TEACHERS HEALTH AND WELFARE  
FUND,

Plaintiffs,

v.

FIRST DATABANK, INC., a Missouri  
corporation; and McKESSON  
CORPORATION, a Delaware corporation,

Defendants.

C.A. No. 1:05-CV-11148-PBS

**PLAINTIFFS' REPLY MEMORANDUM IN SUPPORT OF LEAVE TO  
FILE A CLASS REPLY MEMORANDUM OF 25 PAGES**

Plaintiffs respectfully submit the following reply memorandum in support of its motion to file a 25 page reply in support of class certification.

1. McKesson is correct that at the February 9, 2006 status conference, plaintiffs' counsel did suggest ten pages on reply. Plaintiffs did so believing that there was not much to argue about on class certification. This is a case where First DataBank and McKesson, with the flick of a computer switch, changed the WAC-AWP spread on hundreds of brand name drugs, the impact of which was to without question immediately raise prices to consumer and TPPs. There were no public reports, OIG, GAO or other publicity about the scheme. Knowledge did not seem to be a credible issue. Certification seemed that it could be succinctly addressed.

2. In response to plaintiffs' class motion on behalf of a consumer and TPP class, McKesson filed the following: (1) a 20 page opposition, (2) a 17 page "proffer of evidence" citing 60 plus exhibits, and (3) a 78 page expert report that contains 125 paragraphs and 154 footnotes.<sup>1</sup>

3. It is impossible to do justice to the issues raised by McKesson in 10 or 15 pages. Plaintiffs worked diligently, trying to minimize the burden on the Court, and 25 pages was the result.

Given the importance of the issues and a scheme that effected hundreds of brand named drugs (over 1400 NDCs) resulting in billions in overpayments by the consumer and TPP class, plaintiffs request that the motion be granted.

DATED: March 20, 2007

By /s/ Steve W. Berman

Steve W. Berman

Sean R. Matt

Barbara A. Mahoney

Hagens Berman Sobol Shapiro LLP

1301 Fifth Avenue, Suite 2900

Seattle, WA 98101

Telephone: (206) 623-7292

Facsimile: (206) 623-0594

Thomas M. Sobol (BBO #471770)

Edward Notargiacomo (BBO #567636)

Hagens Berman Sobol Shapiro LLP

One Main Street, 4th Floor

Cambridge, MA 02142

Telephone: (617) 482-3700

Facsimile: (617) 482-3003

---

<sup>1</sup> Plaintiffs are perplexed by McKesson's claim it did not file a 78 page report. (See McKesson opposition ¶ 3.)

Elizabeth Fegan  
Hagens Berman Sobol Shapiro LLP  
60 W. Randolph Street, Suite 200  
Chicago, IL 60601  
Telephone: (312) 762-9235  
Facsimile: (312) 762-9286

Jeffrey Kodroff  
John Macoretta  
Spector, Roseman & Kodroff, P.C.  
1818 Market Street, Suite 2500  
Philadelphia, PA 19103  
Telephone: (215) 496-0300  
Facsimile: (215) 496-6611

Marc H. Edelson  
Edelson & Associates  
45 West Court Street  
Doylestown, PA 18901  
Telephone: (215) 230-8043  
Facsimile: (215) 230-8735

Kenneth A. Wexler  
Jennifer Fountain Connolly  
Wexler Toriseva Wallace LLP  
One North LaSalle Street, Suite 2000  
Chicago, IL 60602  
Telephone: (312) 346-2222  
Facsimile: (312) 346-0022

George E. Barrett  
Edmund L. Carey, Jr.  
Barret, Johnston & Parsley  
217 Second Avenue, North  
Nashville, TN 37201  
Telephone: (615) 244-2202  
Facsimile: (615) 252-3798

**CERTIFICATE OF SERVICE**

I, Steve W. Berman, hereby certify that a true and correct copy of the above document was served on the attorney of record for each party via the Court's electronic filing system this 20th day of March, 2007.

By           /s/ Steve W. Berman            
Steve W. Berman  
**HAGENS BERMAN SOBOL SHAPIRO LLP**  
1301 Fifth Avenue, Suite 2900  
Seattle, WA 98101  
(206) 623-7292